





BELVEDERE INTERNATIONAL SCHOOL

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## BIS GOVERNANCE POLICY

2023-2024

<b>Review Date:</b>	April 2024
<b>Next Review Date:</b>	April 2025

<b>Acting Principal</b>	Ms. Antonette Naidoo		
<b>Signature</b>		<b>Date:</b>	June 2024
<b>BIS Board of Governors</b>	Dr. Salem Aldarmaki		
<b>Signature</b>		<b>Date:</b>	June 2024

*NOTE: BIS sections within this policy contain English UK spellings however, sections taken directly from the source ADEK policy will contain English US spellings.*

**Purpose**

Belvedere International School (BIS) Governing Board oversees the achievement of the school’s strategic aims and objectives through oversight and accountability of all school functions e.g. leadership, operations, admissions and finance etc. By providing strong governance, the Board ensures that school makes decisions which meet the needs of all stakeholders and provides high standards of teaching and learning for its students.

The BIS Governing Board comprises of individuals from a variety of diverse backgrounds, who are able to bring their expertise to support the further improvement of the school’s performance.

Confidentiality must be assured by all members of a Governing Board at all times.

The BIS Governing Board will:

- monitor, advise and support the school on matters of strategy and policy
- approve financial policies, associated budget forecasts and spending
- support, through working in partnership with school leaders, the monitoring of the school’s standards and performance
- support the school and the leadership team and where necessary act as a sounding board for decision making

**Definitions**

*The following additional definitions are taken from the ADEK Governance Policy (2024)*

<b>Board Member</b>	An individual who is appointed, elected, or officially designated to sit on a board as a result of their position.
<b>Casting Vote</b>	The deciding vote (when all votes are equally divided).
<b>Committee</b>	A specialized body permanently or temporarily created by the governing board to support the board in the delivery of its functions. The committees' membership, terms of reference, and delegated responsibilities are defined by the governing board.

<b>Conflict of Interest</b>	A situation when an individual’s financial, personal, social, or other interest(s) might be reasonably deemed to compromise their judgment, decisions, or actions in relation to their responsibilities as a member of the governing board.
<b>Corporate Board</b>	A decision-making body representing an entity, external to the school, that has partial or full ownership of a school or a network of schools in Abu Dhabi.
<b>Governance</b>	The structures, rules, processes, and procedures by which a school is directed, and its activities overseen. These structures, rules, processes, and procedures are designed to ensure accountability, transparency, quality, integrity, and stakeholder representation and participation (UNESCO, n.d.).
<b>Governance Rules</b>	A document setting out the structures by which a school is governed, including the membership and terms of reference for the school governing body, the scheme of delegation by which authority is transferred from the school governing body to committees and individuals, the membership and terms of reference of any committees, and the procedure for appointing members to the school governing body and its committees (UNESCO, n.d.).
<b>Governing Board</b>	The governing body of a school, appointed by the school owners, and including qualified representatives and parents. The governing board is the senior authority of the school, with responsibility for the overall governance of its activities.
<b>Non-Voting Member</b>	A member of a governing board or committee who is present in an advisory or informing capacity and does not have voting rights.
<b>Parent</b>	The person legally liable for a child or entrusted with their care, defined as the custodian of the child as per the Federal Decree Law No. (3) of 2016 Concerning Child Rights.
<b>Scheme of Delegation</b>	A reference document showing what authority the governing board has delegated to committees or individuals, under the powers of its own Terms of Reference (NCVO, n.d.).
<b>Service Term</b>	The length of a term for an appointed or elected member of a governing board or committee.
<b>Terms of Reference</b>	The official scope and limitations of a governing board's or committee's activities.
<b>Voting Member</b>	A member of a governing board or committee with rights to vote on decisions.

<b>Voting Rights</b>	The rights accorded to a member of a governing board or committee to vote on decisions.
<b>Quorum</b>	The number of members of a governing board that are required to be present, represented by no less than two-thirds of the members, for the governing board to legally carry out its functions.

## **Governance Rules**

*The following is taken from the ADEK Governance Policy (2024)*

Schools shall develop their Governance Rules in line with this policy, and relevant laws and regulations of the UAE. The Governance Rules shall be published on the school website and include the following as a minimum:

- a. The overall governance structure including details of corporate governance if applicable.
- b. The terms of reference and membership of the governing board.
- c. The scheme of delegation to any committees or individuals.
- d. The terms of reference and membership of any committees.
- e. The procedure for appointing members to the governing board and committees.
- f. The criteria for selection of board members.
- g. The competencies and skillsets expected of board members.

## **Governing Board Composition**

The Governing Board should consist of at least 5 voting members and 1 non - voting member, including the Chair, with the maximum being 15 members. There should be a diversity of ethnicity, gender and age. The Principal may be a non-voting member of the Governing Board but cannot be Chair.

*The following is taken from the ADEK Governance Policy (2024)*

1. Voting Members: The governing board shall comprise the following voting members:
  - a. Ex-Officio Members: The owner of the school or their representative shall be an ex-officio member, either as the Chair or as a general voting member.
  - b. Parent Representative: The governing board shall include at least one parent representative, elected by the parents of the school. Parent members are expected to represent the interest of the parent body, and not their own personal interests or the specific interests of their child(ren).
  - c. Teacher Representative: The governing board shall include at least one teacher representative, elected by the teaching staff of the school. Teacher members are expected to represent the interests of the teaching body, and not to defend their own personal interests.
  - d. Independent Members: The governing board shall include at least 1 external independent member, appointed by the board and ideally an individual with significant experience and expertise in the education sector.
    - The governing board is also encouraged to appoint an external independent member who is a representative of local business, to support the school in achieving its objectives.
  - e. Chair: The Chair shall be appointed from the voting members of the board. The mechanism for their appointment shall be defined in the school's Governance Rules.
2. Principal: The governing board shall include the Principal as a non-voting member. The Principal shall attend the meetings of the governing board to provide advice, respond to questions, and deliver reports regarding the school's operations, and performance.
  - a. If the Principal is unable to attend a meeting, the Vice Principal shall attend it in their place.

- b. The Principal or Vice Principal shall not attend any meeting of the governing board where the board is discussing the performance or remuneration of the Principal or at any other time when the Chair deems the Principal's presence to be inappropriate.
3. Student Representative: Schools are authorized to include student representatives as members of the governing board. Such representatives shall be Cycle 3 students, who have a demonstrated history of leadership, and be elected by the student body to represent them.
  - a. Schools are authorized to award voting rights to student representative(s). Such decisions shall be made by the governing board, subject to the owner's approval.
  - b. Where student representative(s) are non-voting members, their presence and participation in board meetings shall be at the discretion of the Chair.

Teacher / Staff Representatives: The governing board will encourage the election of a teacher and / or staff representative onto the governing board.

#### **Appointment of Governing Board members**

- All procedures for appointing or electing Governing Board members should be clear and transparent
- All members of the Governing Board must have a good conduct certificate and be committed to upholding UAE values and the UAE national identity
- All members of the Governing Board should be able to demonstrate skills, qualifications and experience which will support the school. Governing Boards need to ensure an appropriate balance of skills and experience within their members
- Members of the Governing Board will not receive any remuneration for their services

- The school will research / vet a list of potential Board members who will have appropriate skills and expertise for when new members are required

An effective governor will:

- get to know the school, undertake induction, visit school activities and events
- attend and participate in meetings and come prepared
- act in the best interests of the school at all times
- behave in a professional manner
- maintain confidentiality.

### **Governors Tenure**

*The following is taken from the ADEK Governance Policy (2024)*

1. The service term of a member of the governing board is limited to a maximum of 3 years. Schools are authorized to appoint a member of members for an additional term or terms via the selection process, in accordance with the school's Governance Rules.
2. The owner is exempt from the restriction on service term length.
3. If a member does not complete their term (e.g., due to resignation or dismissal), a replacement member shall be appointed for the remainder of the service term, subject to the selection process.

### **Board Offices:**

*The following is taken from the ADEK Governance Policy (2024)*

The governing board shall not have a permanent office based at the school and shall not disrupt the regular operation of the school by visiting it daily.

## **Governing Board Ways of Working**

Governing Board discussions and deliberations are confidential. Members of the Board are subject to a code of conduct (appendix 1) which, along with this policy, sets out the expectations and commitment required of Board members.

When initially starting as a member of the Board of Governors the Principal will ensure that each governor is invited to the school for an induction session to familiarize them with the school. This may include touring the school and meeting students.

Governor training sessions may be offered from time to time to further develop member's skills and knowledge.

The Governing Board will meet at least once every three months as required by the Chair or the Owner of the school. Dates should be set well in advance to enable governors to ensure their attendance.

There should be at least two thirds of board members attending for a meeting to be quorate and decisions to be made.

In advance of any meetings, an agenda, prepared by the Principal with approval from the Chair, will be circulated. Members of the Board may request items to be added to the agenda in advance.

Examples of agenda items, although not exhaustive, might include:

- School Planning (SEF, SIP)
- Inspection and Review Data
- School Policies
- Health and safety
- Safeguarding and child protective procedures
- Stakeholders satisfaction data
- Curriculum overviews
- Use of facilities and plans for refurbishment / development

The Governing Board may require a brief report from the Principal at the start of each meeting and may ask for presentations from for example; heads of subjects or teachers leading particular initiatives e.g. National Identity.

Minutes, which record key discussion points and action points should be taken by a trusted admin assistant. After the draft minutes are approved, these should be circulated, within two weeks, to all Governing Board members. They will be reviewed, as the first agenda item, at the following meeting, with matters arising identified as required. Governing Board minutes need to be made available to ADEK on request. Any decisions made by the governing board that affect relevant stakeholders need to be published or shared.

Any documents needing to be read before a meeting need to be circulated at least a week before the meeting to enable Governors to read it and prepare questions and/or comments.

### **Open and Closed Meetings**

*The following is taken from the ADEK Governance Policy (2024)*

Open and Close Meetings: Schools shall allow meetings of the governing board to be open or closed, at the discretion of the Chair as defined below:

1. Open Meeting: Relevant stakeholders (i.e., parents and teachers) authorized to observe the meeting.
  - a. Schools are authorized to conduct open meetings. In case of such meetings, schools shall share the agenda and expectation with the attendees.
2. Closed Meeting: Only voting board members, the Principal and individuals specifically invited by the Chair are authorized to attend the meeting.
3. Closed Executive Meeting: Only voting board members are authorized to attend the meeting.

## **Voting**

*The following is taken from the ADEK Governance Policy (2024)*

Voting and Decision-Making: Schools shall set out the following principles in their Governance Rules:

1. It is expected that decisions by the governing board will be reached by consensus and after due discussion. However, where a vote is required, decisions shall be made on the basis of a majority of those attending and voting at a meeting where quorum is achieved.
2. Only voting members are authorized to cast a vote. Principals and any other non-voting members shall not have voting rights (except if a student representative is given that right). In the event of an equal number of votes being cast, the Chair shall have the casting vote.

## **Terms of Reference:**

*The following is taken from the ADEK Governance Policy (2024)*

Schools shall ensure that the terms of reference of the governing board include the following provisions:

4. Responsibilities in relation to ADEK:
  - a. Ensure that the school operates effectively in line with ADEK's regulations, policies, and other requirements.
  - b. Respond to any directives issued by ADEK that require action to be taken by the school or the school governing body, for example, in relation to inspection outcomes and compliance issues.
5. Responsibilities in relation to the school:
  - a. Define the mission and vision of the school and ensure the school provides

a high-quality of education that leads to expected educational outcomes and meets the interests of stakeholders and regulators.

- b. Approve the school's strategic, developmental, and operational plans.
- c. Review and approve new school policies and amendments to existing policies and ensure that all policies are regularly viewed and up to date to be in alignment with ADEK requirements.
- d. Act as the school's primary financial authority, ensuring that proper books of accounts are kept, approving the annual budget and financial statements, and bearing overall responsibility for the school's assets.
- e. Delegate authority to the Principal for the execution of strategic and operational plans, policies, and budgets approved by the governing board.
- f. Act as the school's primary legal authority and, as such, ensure that systems are in place for meeting all the school's legal and contractual obligations, including those arising from contracts and other legal commitments made in the school's name.
- g. Act as the employing authority for all staff at the school, with responsibility for benchmarking and reviewing models related to remuneration, benefits, and conditions of employment.
- h. Ensure compliance with all applicable federal and local laws, regulations, and policies related to schools.
- i. Govern risk, information, and technology in a manner that supports the school in achieving its strategic objectives, in line with the *ADEK Digital Policy*.
- j. Ensure that the school's buildings and facilities are constructed, in line with the *ADEK Buildings and Facilities Policy* and in line with relevant laws and regulations of Abu Dhabi and the UAE.

- k. Investigate formal complaints against the school and take appropriate action in accordance with the school's Complaints Policy.
- l. Promote ethical values and practice in the school's plans and activities, in line with the UAE national identity and cultural values.
- m. Actively engage in key school events.
- n. Ensure the appointment of board members with specific responsibilities (e.g., safeguarding, inclusion), as per the requirements in other policies and as per ADEK's requirements.
- o. Nurture partnerships between the school and the wider community.

6. Responsibilities in relation to the Principal:

- a. Appoint and review the performance of the Principal, in line with the *ADEK Employment Policy*, and where required, dismiss the Principal after obtaining ADEK's approval.
- b. Hold the Principal accountable for the effective implementation of board-approved plans and policies, in line with the school's mission, vision, values, and approved budget.
- c. Ensure that the Principal maintains an up-to-date master copy of all policies and procedures, in line with the *ADEK Records Policy*.

7. Responsibilities in relation to the governing board:

- a. Monitor and evaluate its own performance and effectiveness as school governing body of the school.
- b. Carry out its proceedings and duties in an ethical manner.

8. Responsibilities of the Chair: Facilitate the efficient and effective functioning of the governing board by:
  - a. Moderating discussions, ensuring that different perspectives are considered, and resolving conflicts.
  - b. Fostering a culture conducive to good governance, including a constructive working relationship between the Principal and other board members.

**Ethical Requirements:**

*The following is taken from the ADEK Governance Policy (2024)*

9. Schools shall communicate the following ethical requirements to their board members:
  - a. Board members are obliged to follow the *ADEK Professional Code of Ethics, ADEK Values and Ethics Policy, ADEK Cultural Consideration Policy, ADEK Governance Policy, and Code of Conduct for Education Professionals in General Education (MOE, 2022)* and associated school policies in performing their roles.
  - b. Board members are required to declare any personal interest that might be reasonably deemed to compromise impartiality, conflict with their duty as a member, and/or result in private benefit.
  - c. Prospective or existing board members are not authorized to give any financial or other gifts to existing board members. Members are not authorized to accept such gift on behalf of themselves or the school to secure or maintain the membership of an individual on the governing board.
  - d. Board members are required to keep the content of governing board discussions strictly confidential other than that disclosed by the school (see Section 6. Records). This requirement applies even after the end of a member's service term, provided disclosure is not legally required.
10. Schools shall ensure that any suspected breach of the above requirements is formally investigated, and where a breach is found, the member in question is removed from the governing board.

## **Board Effectiveness Self-Evaluation:**

*The following is taken from the ADEK Governance Policy (2024)*

The governing board shall conduct an annual review of its own effectiveness, by developing an internal self-evaluation framework, which includes feedback from the Principal (and other stakeholders as appropriate).

## **The Principal and Vice Principal**

*The following is taken from the ADEK Governance Policy (2024)*

2.2 Roles: The Principal has the highest authority in the school and is accountable to the governing board or corporate board and committees (as applicable). The Vice Principal's deputy and stand-in during leave of absence and representative who supports the Principal's leadership role.

1. The Principal shall not be the school owner or one of its owners, directly, indirectly, or the owner's representative. The Principal shall not be a first-or second-degree relative to the school owner or one of its owners.
2. In line with the *ADEK Staff Eligibility Policy*, the Principal and Vice Principal shall adhere to educational leadership standards and requirements.
3. Depending on the size and organization, schools may have more than 1 Vice Principal.
4. Schools shall have a succession plan to delegate the Principal's responsibilities to the Vice Principal (or the designated Vice Principal if there are multiple) and ensure the continuity of the school's operation in the case of leadership gaps, including sharing tasks to mitigate the risk of disruption should succession be activated, in line with the *ADEK Employment Policy*.

2.3 Responsibilities Towards the Governing Board: The Principal shall:

1. Prepare and submit documentation related to the school's governance (e.g., organizational structure, policies) to the governing board for approval.

2. Keep the governing board informed and up to date about any directives and communication from ADEK.
3. Disclose any potential personal conflict of interest to the governing board in a timely manner and recuse themselves from situations giving rise to a perceived conflict of interest.

#### 2.4 Responsibilities Towards Schools: The Principal shall:

1. Be accountable for all aspects of the day-to-day operation of the school.
2. Lead the evaluation of the school's performance to identify priorities for continuous improvement and raising the standards of education, in line with the ADEK Quality Assurance Policy.
3. Provide instructional leadership and management and monitor teaching and learning.
4. Set and manage the school budget.
5. Follow up on the maintenance of school buildings, resources, and facilities.
6. Convey any directives and communication from ADEK to relevant members of the school community by acting as a mediator.

#### 2.5 Responsibilities Towards ADEK: The Principal shall:

1. Have the authority to establish rules, procedures, and educational standards at the school in a manner that is consistent with ADEK's requirements.
2. Notify ADEK of any legal violation or any non-compliance identified by the governing board with the potential for serious impact within 24 hours of identification of such violation or non-compliance.

3. Act as the primary contact for the school and as a communication channel between the school and ADEK. The Principal is authorized to nominate a member of staff to manage this communication and ensure that logistical matters are dealt within a timely and appropriate manner.
4. Respond in a timely manner to any request from ADEK.

## **Committees**

*The following is taken from the ADEK Governance Policy (2024)*

### 5.1. Formation of Committees:

1. The governing board shall have the following mandatory committees as per the Organising Regulations of Private Schools in the Emirate of Abu Dhabi.
  - a. School Complaints Committee, in line with the ADEK Compliance Policy.
  - b. School Development Committee, in line with the ADEK Quality Assurance Policy.
  - c. Behavioral Management Committee, in line with the ADEK Student Behavior Policy.
  - d. School Health and Safety Committee, in line with the ADEK Health and Safety Policy.
  - e. School National Identity Committee, composed of a minimum of 3 UAE National parents, dedicated to promoting UAE national identity and culture in schools.
  - f. Any other committee required by ADEK school policies (e.g., Wellbeing Committee, etc.)

2. The governing board is authorized to create additional committees to support the board's activities and assist it in its functions as required, including but not limited to committees to support the following areas:
  - a. Financial affairs.
  - b. Health and safety.
  - c. Student protection.
  - d. School curricula and resources.
  - e. School buildings and facilities.
  - f. Human resources.
  
3. The governing board shall determine the membership and terms of reference of these committees.

## **Appendix 1**

### **Governing Board Code of Conduct**

As a Governor, I agree to the following:

#### Roles and Responsibilities

- I understand and accept the role and purpose of the BIS Governing Board.
- I accept collective responsibility for all decisions made by the BIS Governing Board.
- I will act fairly without prejudice.
- I will maintain and develop the reputation of the school.
- I will express views openly, courteously and respectfully in all communications.
- I will support the chair in their role of ensuring due process and appropriate conduct.
- I will follow the procedures established by the school for making or responding to criticism or complaints and I won't comment or engage in discussion with complainants.

#### Commitment

- I will make full efforts to attend every meeting, prepare in advance and contribute to the best of my ability.
- I will undertake relevant induction and training.
- I will get to know the school well.

#### Confidentiality

- I will observe complete confidentiality both inside and outside the school
- I will not reveal details concerning any BIS Governing Board's decision.

Declaration of other interests

- I will record any pecuniary or business interest with the school or other schools in the Register of Interests.
- I will declare any conflict of interest if it occurs.

Signature:

Name:

Date:

## **Appendix 2**

### **Principal's Reports to Governors**

To be able to support the school effectively the Governing Board needs to have accurate information about the performance of the school. This may be via the Principal's report or via a specific agenda item. Information and data should include:

- student progress
- management of school resources
- progress on the implementation of the school strategic plan

### **Examples of items which could be included in a termly report**

- progress on targets including curriculum developments
- achievements of students and other members of the school community
- inclusion: SOD and G&T data
- school visits and journeys
- extra-curricular activities
- projections for number on roll figures and admissions trends over time
- staffing structure and responsibilities
- emerging priorities for school improvement planning
- review of material resources, premises requirements and risk assessments
- policy monitoring information
- outcomes of curriculum reviews

### **Example of items which could be included at least once a year**

- pupil attendance data with trends
- baseline assessments and a review of key trends
- public examination results

- leavers' destinations
- parental engagement plans and actions
- community links and any shared use of school facilities

**Examples of items which could be included as and when**

- staff appointments and number of applicants
- staff changes, resignations, vacancies
- number of formal complaints with any detail anonymized
- policy monitoring information
- maintenance and improvement work to premises